



TECHEX.IN -Tech Transfer Hub
Venture Center
100, NCL Innovation Park
Dr Homi Bhabha Road, Pashan
Pune – 411008, India
Email: tto@venturecenter.co.in
Phone: +91-9156465146

TechRx: Services for R&D and academic organizations

(Revised TechRx program)

(Launch: 15 July 2024; This version: 15 July 2024)

About the TechRx Program

TechRx is a service offered by TechEx.in to R&D and academic organizations that aims to scan the organization for useful capabilities, knowhow and intellectual property, identify high-potential technology commercialization opportunities, and suggest "go-to-market" strategies. TechRx is available as a paid service to R&D and academic organizations. The legal entity that undertakes TechRx projects is the "Entrepreneurship Development Center". Entrepreneurship Development Center (EDC) is the official (registered) name of the Venture Center. EDC is a Section 8 (not-for-profit) private limited company. The Venture Center was created under a scheme of the CSIR with funding support from DST-NSTEDB. Today, EDC enjoys support of the Ministry of Science and Technology (DST-NSTEDB, DST-TDB, DSIR, CSIR, DBT-BIRAP) and Ministry of MSME, Government of India.

Why TECHEX.IN ?

Here is what TECHEX.IN brings to the table:

- Sharp focus on facilitation of R&D, technology development and innovations.
- We understand the need for predictability and speed of industry while also understanding the need for processes in publicly funded R&D organizations. We can bridge gaps.
- TECHEX.IN is operated by Venture Center -- an independent (not affiliated to any commercial entities), non-profit entity. So our efforts are entirely aimed at ecosystem development and facilitation in the best interest of all concerned parties.
- TECHEX.IN is connected to all relevant worlds while being equidistant from them --industry, startups, academia, R&D labs, research service providers and Government. We draw advisors from each of the communities who generously support us.
- Our strongest networks are in the academic institutions, government labs and startup community.
- Our team members take every effort to find useful linkages and move the discussions ahead between partners.

The TechRx service offerings:

These services are designed specifically for:

- R&D institutes
- Academic institutes



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The following **services are now available:**

Services	Includes	Financials	Deliverables
TechRx Select	<p>A consulting arrangement that includes following components:</p> <ul style="list-style-type: none"> • TechScan (TRX01) • TechExchange (TRX02) • TechStrategy (TRX03) <p>Indicative commitments:</p> <ul style="list-style-type: none"> • TechEx.in team understands the technology • Selection of technologies suitable for dedicated marketing • TechEx.in team prepares Tech Briefs + Tech Spotlight (marketing collaterals) 	<ul style="list-style-type: none"> • Signing up and commitment fee: Rs 60,000 (for screening 10 technologies and dedicated marketing for one technology) • Success fee: Choose one of the below while signing up itself (not later after deal closed) <ul style="list-style-type: none"> o Option 1: Rs 1.5 lakh on closing deal o Option 2: 15% of revenue realized from licensing fee, milestone fee and running royalties 	<p>Planned volumes:</p> <ul style="list-style-type: none"> • Technologies planned to be screened: 10 • Development and publishing of Tech Briefs and Tech Spotlights: 5 • Short listed candidate for active tech marketing: 1 <p>For short-listed one candidate:</p> <ul style="list-style-type: none"> • Find leads • Plan meetings/ show cases • Deal structure • Negotiation and closure • 12 months, exclusive marketing.
TechRx Reports	<p>First Look Technology Assessment (FLTA) without KOL Report</p> <p>Component: TRX04</p>	Rs 15,000/ report	Detailed FLTA report without KOL Report
	<p>First Look Technology Assessment (FLTA) with KOL Report</p> <p>Component: TRX05</p>	Rs 30,000 / report	Detailed FLTA report with KOL Report



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Details of Service Components:

Components of TechRx services	Description and deliverables	Current Status
TechScan (TRX01)	<ul style="list-style-type: none"> ● Identification of 10 technologies (knowhow/IP) that may have commercial potential ● Listing in TechEx.in's knowhow database ● Short listing of candidates for TechExchange stage. ● Short listing with 10 candidates to roughly 5 marketable candidates. 	Operational
TechExchange (TRX02)	<ul style="list-style-type: none"> ● Analysis of 5 marketable candidates for value proposition, market potential etc. ● Preparation of 1 – page marketing documents. ● Delivery of marketing documents ● Shortlisting of candidates for TechStrategy stage. Short listing to 1 candidate. 	Operational
TechStrategy (TRX03)	<ul style="list-style-type: none"> ● In depth analysis of 1 high-potential candidate using publicly available information. ● Dedicated marketing efforts for 1 candidate ● Lead generation for 1 candidate 	Operational
FLTA without KOL (TRX04)	<ul style="list-style-type: none"> ● Provide a quick and preliminary description and assessment of an invention disclosure for decision makers. Identify potentially inventive concepts. ● Provide inputs on courses of action and costs/ benefits. 	Operational
FLTA with KOL (TRX05)	<ul style="list-style-type: none"> ● Provides an assessment of a technology's potential using inputs from Key Opinion Leaders (KOLs) and Industry/Market Sector experts 	Operational



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Payment terms

- All payments are to be done as advance payments except for success fees.
- Rs 20 K to be charged per technology for dedicated exclusive marketing (if the team finds more than one technology having potential)*.
- Success fees should be paid within 15 days of effective date of agreement
- GST and other taxes shall be applicable at the prevailing rate and shall be in addition to the above listed service fees. (Note: At the time of writing of this Term Sheet, Venture Center is exempt from charging GST.)
- Any Statutory/ Government fees (such as stamp duty for agreements) have to be paid for separately by the Client and are not part of the service fees charged by TECHEX.IN.
- No refunds shall be possible once payments are made.
- Acceptable modes of payment include: Demand Draft, Cheque Payable in Pune or at Par, Bank Transfer.

*no discounts and offers available for this

Category discounts:

Current discounts on services are available only for the Strategic Partners:

- TECHEX.IN shall be engaging closely with a select group of Strategic Partners. The partnership shall be formalized via a MoU.
- For the purposes of this program, TECHEX.IN proposes to build longer-term strategic partnerships with R&D and academic organizations with considerable technology and IP output (or potential for output) that align with the mission of TECHEX.IN.
- Strategic partners will be able to avail 30 % discount.

Special Offers:

The following are special offers offered from time to time. Some expired offers may also be listed here to provide examples of special offers announced by TechEx.in from time to time.

Offer name	Description	Validity period	Special offer
Inaugural offer	TechRx Select service will be available at a discount during the inaugural period.	Till 30 Sep 2024	50% discount

Only one discount will be applicable at a time.



Illustrative timelines and process of TechRx engagement:

Activities	Typical task timelines (subject to change)
Client expresses interest in TechRx service and signing of TechRx agreement	Starting point
Client to share list of technologies which will qualify the following criteria: <ul style="list-style-type: none"> ● Technology from a scientist who is committed to commercialize the technology ● Active patents (with life of at least 10 years remaining) 	Two weeks from the day of signing-up for the service
TechScan: <ul style="list-style-type: none"> ● Identification of 10 technologies (knowhow/IP) that may have commercial potential ● Entry into TechEx.in tech database 	Two weeks (after receiving details of technologies from the client)
Short listing of candidates for TechExchange stage. Short listing of TechScan stage technologies with 10 candidates to roughly 5 marketable candidates.	Two weeks
TechExchange: <ul style="list-style-type: none"> ● Analysis of 5 marketable candidates for value proposition, market potential etc. ● Preparation of 1 – page marketing documents. ● Uploading of marketing documents on TechEx.in database 	Four weeks
Shortlisting of candidates for TechStrategy stage. Short listing to 1 candidate.	One week
TechStrategy: <ul style="list-style-type: none"> ● In depth analysis of 1 high-potential candidate using publicly available information. ● Dedicated marketing efforts for the candidate ● Generation of leads for commercialization 	Till the end of the agreement



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Standard Terms

- The TechEx.in team maintains strict confidentiality of all information of Client organizations.
- While the TechEx.in team cannot assure the client/agency of technology commercialization success, the Venture Center will make efforts to connect the organization to people, organizations, resources etc that can help take the technology ahead to commercialization. This will be in good-faith and not as a legal obligation.
- In certain cases, the TechEx.in team may bring in external subject as consultants or honorary experts; these external subject experts may or may not be able to sign confidentiality agreements depending upon their other institutional obligations – in which case, the TechRx team shall seek concurrence of Client organization before engaging such external subject experts.
- TechRx is a service wherein Venture Center offers information to enable decision making relating to technology/ IP commercialization and advice on the strategy to adopt. The TechRx service does not guarantee technology commercialization successes. Client understands and accepts that Venture Center will offer its TechRx services on a 'best effort' basis without any guarantees on the outcome of such TechRx services. That said, a key internal metric for success of the TechRx program is the number of successful technology/IP commercialization resulting from its efforts.
- The TechEx.in team shall provide its independent/uninfluenced advice and opinions after due consideration and in good faith. Venture Center shall not be responsible in any way for any action taken by the client based on the TechRx project reports.
- The Venture Center shall be free to engage with any other client without restrictions in offering the TechRx service.
- The duration and time lines of each engagement will be mutually agreed upon by Venture Center and Client. Venture Center shall not be responsible for any delay / cost escalation caused due the client's payment lag or default and any delayed /incomplete inputs by the Client.

Other terms:

- Client shall not (intentionally or otherwise) do anything to suggest that the TECHEX.IN, CSIR-NCL, Venture Center (VC) or NBM or BIRAC or Government of India as being party to the venture/activity for which TECHEX.IN's services were engaged.
- Client shall not hold TECHEX.IN/Venture Center/NCL/NBM/ BIRAC responsible for any liabilities directly or indirectly related to TECHEX.IN's advisory services, including any referrals provided by the TECHEX.IN. Client acknowledges that TECHEX.IN has no control whatsoever over the activities of any of the parties to which it provides referrals to, and thus shall not be held responsible for any issues, costs, damages, liabilities, etc. related to Client's engagement with those parties.
- Client shall indemnify and hold harmless TECHEX.IN its members, directors, officers, employees, agents contractors and authorized representatives from all costs expenses including attorney's fees liabilities, obligations, damages and claims including any claims related to free and paid advisory services offered by the TECHEX.IN.
- TECHEX.IN does not offer any guarantees or assurances related to the services including but not limited to, intellectual property analysis & protection. Client understands and accepts that TECHEX.IN will offer its advisory services on a 'best effort' basis without any guarantees on the outcome of such advisory services.
- TECHEX.IN does not guarantee any fund raising or financing from any source for



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- prosecution of any patents or for prosecution for registration of other forms of IP.
- TECHEX.IN will keep a record of the activities undertaken as part of an advisory engagement. These activities may include face-to-face meetings with the Client and/or analysis conducted by TECHEX.IN staff without the Client's presence. In all cases, TECHEX.IN will be the sole and final authority as to the duration (number of hours) spent on the paid advisory services.
 - TECHEX.IN retains the right to cancel existing paid advisory engagements with the Client at its sole discretion. In this case, the maximum refund liability for the TECHEX.IN will be limited to the unused amount paid by the Client for the canceled advisory services.
 - TECHEX.IN may revise rates charged for advisory services at any point in time, at its sole discretion. This will not affect existing, signed advisory agreements, but will affect any future advisory engagements between the Client and TECHEX.IN.
 - TECHEX.IN may engage third- party consultants or advisors as part of an advisory service agreement at its sole discretion. The costs of those will be borne by TECHEX.IN alone.
 - The terms and conditions of this agreement may be amended only by mutual consent and exchange of written letters and the amendments shall be applicable from the date of such amendments unless agreed to contrary.
 - The parties shall endeavor to resolve any dispute relating to the advisory services offered by TECHEX.IN firstly by mutual discussion and in the event of any persistent disagreement; the same shall be referred to for arbitration to arbitrator(s) to be appointed by TECHEX.IN. The arbitration will be conducted by such arbitrator(s) in accordance with the provisions of Arbitration and Conciliation Act- 1996.
 - This Agreement and the parties' rights and obligations under it shall be governed by and interpreted in accordance with the laws of India. The jurisdiction will be courts of Pune.



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Appendix: Request for Services and Letter Agreement

Service Request Form Number:

Date:

Client information

Name of Client	
Website of Client	
Name of representative of Client	
Contact info – Address	
Contact info – Email	
Contact info – Website	

Service (s) of interest

Services of interest	<input type="checkbox"/> TechRx Select <input type="checkbox"/> TechRx Reports TRX04 <input type="checkbox"/> TechRx Reports TRX05
Brief description of services requested	
Scope of work	

Project parameters

Proposed start date	
Proposed end date	
Project duration	
TECHEX.IN Case Manager	



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Proposed Fees and Payment Schedule

TechRx Select	Signing up and commitment fee: Rs 60,000 (for screening 10 technologies and dedicated marketing for one technology)
TechRx Reports	<ul style="list-style-type: none"> • First Look Technology Assessment (FLTA) without KOL Report: Rs 15,000 • First Look Technology Assessment (FLTA) with KOL Report: Rs 30,000
Success fees (only applicable for certain services such as TechRx Select)	<ul style="list-style-type: none"> • Option 1: Rs 1.5 lakh on closing deal • Option 2: 15% of revenue realized from licensing fee, milestone fee and running royalties
Payment Schedule	<ul style="list-style-type: none"> • Start date of TechRx Select service: Rs 60,000 • In the case of success fee, within 15 days of effective date of delivery of deliverable (usually successful closure of an agreement). • Start date of TechRx Reports: Rs 15,000 for TRX04 and Rs 30,000 for TRX05 • Start date of every additional technology to be marketed outside the TechRx Select service: Rs, 20,000.

Undertaking by the Client

- I have read and understood this Term Sheet (titled “TechRx: Services for R&D and academic organizations”, Version: 15 July 2024).
- The terms and conditions are acceptable to me and I agree to abide by the same.

Signatures

Authorized Signatory (Client)	Authorized Signatory (TECHEX.IN)
Name	Name
Place	Place
Date	Date